

Electronically Filed March 24, 2021

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UNITED STATES BANKRUPTCY COURT**DISTRICT OF NEVADA**

In re

Case No. BK-20-12814-mkn

RED ROSE, INC.,

Jointly Administered with
Case No. BK-S-20-12815-mkn
Case No. BK-S-20-12816-mkn
Case No. BK-S-20-12818-mkn
Case No. BK-S-20-12819-mkn
Case No. BK-S-20-12820-mkn
Case No. BK-S-20-12821-mkn
Case No. BK-S-20-12822-mkn
Case No. BK-S-20-12823-mkn
Case No. BK-S-20-12824-mkn
Case No. BK-S-20-12825-mkn
Case No. BK-S-20-12826-mkn
Case No. BK-S-20-12827-mkn
Case No. BK-S-20-12829-mkn
Case No. BK-S-20-12831-mkn
Case No. BK-S-20-12833-mkn

- ☐ Affects Beachhead Roofing and Supply, Inc.
- ☐ Affects California Equipment Leasing Association, Inc.
- ☐ Affects Fences 4 America, Inc.
- ☐ Affects James Petersen Industries, Inc.
- ☐ Affects PD Solar, Inc.
- ☐ Affects Petersen Roofing and Solar LLC
- ☐ Affects Petersen-Dean, Inc.
- ☐ Affects PetersenDean Hawaii LLC
- ☐ Affects PetersenDean Roofing and Solar Systems, Inc.
- ☐ Affects PetersenDean Texas, Inc.
- ☐ Affects Red Rose, Inc.
- ☐ Affects Roofs 4 America, Inc.
- ☐ Affects Solar 4 America, Inc.
- ☐ Affects Sonoma Roofing Services, Inc.
- ☐ Affects TD Venture Fund, LLC
- ☐ Affects Tri-Valley Supply, Inc.
- ☒ Affects All Debtors

Chapter 11

**THIRD SUPPLEMENTAL
DECLARATION OF JEFFREY C. PEREA
IN SUPPORT OF EMERGENCY FIRST
DAY MOTION FOR ORDER
AUTHORIZING DEBTOR TO RETAIN
AND EMPLOY CONWAY MACKENZIE
MANAGEMENT SERVICES, LLC TO
PROVIDE CHIEF RESTRUCTURING
OFFICER UNDER 11 U.S.C. §§ 105(a)
& 363(b) EFFECTIVE AS OF THE
PETITION DATE**

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
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(702) 262-6899
(702) 597-5503 (fax)

1 I, Jeffrey C. Perea, under penalty of perjury, declare as follows:

2 1. I am a Managing Director at Conway MacKenzie Management Services
 3 (“Conway MacKenzie”). I make and submit this third supplemental declaration (this “Third
 4 Supplemental Declaration”) on behalf of Conway MacKenzie to supplement the disclosures
 5 contained in the *Declaration of Jeffrey C. Perea in Support of Emergency First Day Motion for*
 6 *Order Authorizing Debtor to Retain and Employ Conway MacKenzie Management Services, LLC to*
 7 *Provide Chief Restructuring Officer under 11 U.S.C §§ 105(a) & 363(b) Effective as of the Petition*
 8 *Date* (the “Original Declaration”) [Docket No. 18] filed in connection with the *Emergency First*
 9 *Day Motion for Order Authorizing Debtor to Retain and Employ Conway MacKenzie Management*
 10 *Services, LLC to Provide Chief Restructuring Officer Under 11 U.S.C §§ 105(a) & 363(b) Effective*
 11 *as of the Petition Date*. [Docket No. 17] (the “Application”)¹ and the *Supplemental Declaration of*
 12 *Jeffrey Perea in Support of Emergency First Day Motion for Order Authorizing Debtor to Retain*
 13 *and Employ Conway MacKenzie Management Services, LLC to Provide Chief Restructuring Officer*
 14 *under 11 U.S.C. §§ 105(a) & 363(b) Effective as of the Petition Date* [Docket No. 122] (the “First
 15 Supplemental Declaration”) and the *Second Supplemental Declaration of Jeffrey C. Perea in*
 16 *Support of Emergency First Day Motion for Order Authorizing Debtor to Retain and Employ*
 17 *Conway MacKenzie Management Services, LLC to Provide Chief Restructuring Officer Under 11*
 18 *U.S.C §§ 105(a) & 363(b) Effective as of the Petition Date* [Docket No. 1505] (the “Second
 19 Supplemental Declaration”).

20 2. I am duly authorized to make and submit this Third Supplemental Declaration on
 21 behalf of Conway MacKenzie in accordance with section 327(a) of the Bankruptcy Code and
 22 Bankruptcy Rule 2014(a).

23 3. Unless otherwise stated in this Third Supplemental Declaration, I have personal
 24 knowledge, upon information and belief, and upon records kept in the ordinary course of business

25
 26
 27 ¹ Capitalized terms used but not defined herein shall having the meanings ascribed to such terms
 28 in the Application, the Original Declaration, the First Supplemental Declaration, or the Second
 Supplemental Declaration as applicable.

1 that were reviewed by me or other employees of Conway MacKenzie under my supervision and
2 direction, of the facts set forth herein.

3 4. On June 12, 2020, the Debtors (the “Debtors”) filed the Application. The
4 Application was approved pursuant to the *Order Authorizing Debtor to Retain and Employ Conway*
5 *MacKenzie Management Services, LLC to Provide Chief Restructuring Officer under 11 §§ 105(a)*
6 *& 363(b)* (the “Order”) entered on June 24, 2020 [Docket No. 92].

7 5. Subsequent to filing the Application, Conway MacKenzie performed routine
8 inquiries to determine any addition connections to the parties in interest in the Debtors bankruptcy
9 cases, listed on the attached **Schedule A** (the “Parties in Interest”). The Parties in Interest listed in
10 **Schedule A** are incorporated herein.

11 6. Conway MacKenzie searched its databases, the databases of certain affiliates,
12 Riveron Consulting, LLC and Winter Harbor, LLC and certain H.I.G. databases as set forth in the
13 Original Declaration, the First Supplemental Declaration, and the Second Supplemental Declaration
14 to determine any additional connections. The H.I.G. databases were searched for investments as of
15 the last quarter of 2020, ending on December 31, 2020. No additional connections were identified
16 for Riveron, Winter Harbor or H.I.G.

17 7. Based on the conflict review process described in the Original Declaration, the First
18 Supplemental Declaration, and the Second Supplemental Declaration except as otherwise disclosed
19 herein, or in the foregoing declarations, including as described on **Schedule B** (additional
20 connections to Conway MacKenzie) hereto, insofar as I have been able to ascertain, Conway
21 MacKenzie does not, (a) represent entities other than the Debtors in connection with this chapter 11
22 case; (b) have any connection with the Debtors, their creditors, stockholders, or any other party in
23 interest, or any of their respective attorneys and accountants, or the Office of the United States
24 Trustee for the District of Nevada; or (c) hold any interest adverse to the Debtors or their estates.

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Continued inquiry will be made following the filing of this Third Supplemental Declaration by undertaking the same procedures described herein, in the Original Declaration, in the First Supplemental Declaration, and in the Second Supplemental Declaration on a periodic basis, except where otherwise specified, with additional disclosures to be filed in this Court if necessary or otherwise appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct, to the best of my information, knowledge, and belief

Dated this 24th day of March 2021.

By /s/Jeffrey C. Perea
Jeffrey C. Perea
Managing Director

Schedule A

DEBTORS

Petersen-Dean, Inc.
PetersenDean Texas, Inc.
PD Solar, Inc.
Petersendean Roofing and Solar Systems, Inc.
Red Rose, Inc.
Sonoma Roofing Services, Inc.
Tri Valley Supply, Inc.
Solar4America, Inc.
Roofs4America, Inc.
Fences4America, Inc.
Petersen Roofing and Solar LLC
TD Venture Fund, LLC
James Petersen Industries, Inc.
Petersen Dean Hawaii, Inc.
California Equipment Leasing

DBAs of Debtor Entities

Petersen Dean
PetersenDean
Petersendean Roofing and Solar Systems
Petersendean Roofing and Solar Systems
Roof Title Specialists, Inc. – Palm City
PetersenDean Roofing and Sheet Metal
Tri Valley Contractors
Tri-valley Roofing
Tri-Valley Trucking
Tri-Valley Wholesale

DEBTORS PRINCIPALS

James Petersen
George Milionis

ADVERSE CREDITOR

ABCBORAL
ABC Eagle
ABC Supply Co
ABC Supply Co Inc.
AD Leverage
Alpha Supply LLC Maui Branch
AMERICAN EXPRESS
Arch Roofing
Arch Imaging Resources Bay Cities Steel
Beacon Sales Acquisition

Berridge Mfg. Co.
Cache Valley Electric Co.
CED Greentech
Comdata Mastercard Program
Custom Bilt Metals
DLA Piper LLP (US)
Diners Club
Diversified Products USA
Dry Roofing LLC
Dun & Bradstreet
Dunn Seamless Gutters Inc
Duro-Last Roofing, Inc.
Durable Structures
Earthquakes Soccer LC
Edgewood partners Insurance Center
Elite Roofing Supply – SC, LLC
Emergency Roadside Assistance, Inc.
Enterprise FM Trust
Farella Braun + Martel LLP
Fasteners, Inc.
H&E Equipment Services, Inc.
Herley Roofing
Home Depot Credit Services
IB Roof Systems
Independent Electric Supply, Inc.
Inter Island Solar Supply
JC Custom Roofing, Inc.
JR Metal Express, Inc.
Littler Mendelson, P.C.
Lopez Trucking
McRay Crane & Rigging, Inc.
MOSS ADAMS LLP
OneSource Distributors LLC
Oracle Credit Corporation
Outline Products LLC
Petersen Aluminum Corporation
Premier Solar Solutions
Prime Revenue, Inc.
Roof Stockers of Arizona LLC
Roofline Supply
Roofer's Supply Inc.
SG Fuels
SG Wholesale Roofing Supplies Inc
Sedgwick Claims Mgmt Services, Inc
Siilfab Solar
Smart ERP Solutions Inc

Sunbelt Rentals, Inc.
Taylor Metal products
Tesla, Inc.
V & S Material Stockers
Valley Gutter Supply Inc.
West Coast Equipment, LLC
AE-SCFL
DJ Roof and Solar Supply LLC
Highmore
SherpaPort, LLC
Sterling
Targray International Inc.
TD Ventures
Traderiver
WEX
SG Wholesale RFG Supp-Notes Payable
United Rentals (North America), Inc.
Yespinal Roofing LLC
William Fernandez Trucking
WSP USA Buildings

ADVERSE PRIORITY

Country of Almadea
Country of Los Angeles
Country of Sonoma

ADVERSE SECURED

Var Resources LLC
Brandywine Homes
Ares Commercial Finance
ACF Finco I LP
HYG Financial Services, Inc.
Wells Fargo Financial Leasing, Inc.
Wells Fargo Bank, N.A.
High Trak Equipment Co., Inc.
KB Home Coastal, Inc.
First Hawaiian Bank
LCA Bank Corporation
Keystone Equipment Finance Corp.
Steams Bank, N.A.
Key Equipment Finance
American Express Bank, FSB
KeyBank National Association
Canadian Solar (USA) Inc.

Judges

August B. Landis
Mike K. Nakagawa
Bruce T. Beesley
Natalie M. Cox
Gregg W. Zive
Cathy Shim
Mary A. Schott
Linda Duffy

Trustee

Lindsay Kolba
Edward M. McDonald
S. Margaux Ross
Michelle Forrest
Anabel Abad-Santos
Melinda R. Davis
Monette Semana
N. Bryan Green

Schedule B**Conway MacKenzie Past and Present Representation of and Connections with Parties in Interest**

Conway MacKenzie has represented and/or had connections with the following Parties in Interest, in matters wholly unrelated to the Debtors and their bankruptcy cases:

Party of Interest	Connection to Conway MacKenzie
Littler Mendelson, P.C. – Adverse Creditor	Littler Mendelson, P.C. is a current and former vendor of Conway MacKenzie in connection with matters unrelated to the Debtors.